

EXHIBIT 12

**IN THE U.S. DISTRICT COURT FOR MARYLAND,
SOUTHERN DIVISION**

| | | |
|-------------------------------|---|------------------------|
| BEYOND SYSTEMS, INC., |) | |
| |) | |
| Plaintiff, |) | |
| v. |) | Case No.PJM 08 cv 0921 |
| |) | |
| WORLD AVENUE USA, LLC, et al. |) | |
| |) | |
| Defendants. |) | |
| _____ |) | |

**WORLD AVENUE U.S.A., LLC'S CONFIDENTIAL RESPONSE TO PLAINTIFF'S
FIRST REQUEST FOR PRODUCTION OF DOCUMENTS¹**

Defendant, WORLD AVENUE U.S.A., LLC ("WAUSA"), hereby responds to Plaintiff's First Request for Production of Documents and states as follows:

GENERAL OBJECTIONS

1. WAUSA objects to each Request for Production ("Request") to the extent that it may be construed as calling for information subject to any claim of privilege, including, but not limited to, the attorney-client privilege and/or the attorney work product doctrine. Pursuant thereto, WAUSA and its counsel hereby claim these privileges and object to any such request on this basis.

2. WAUSA objects to each Request to the extent that it may be construed as calling for information which constitutes or contains trade secret, proprietary, confidential, or commercially sensitive information, or other information, the disclosure of which would result in substantial injury to WAUSA.

¹ The Responses are marked "Confidential" where subject to the Confidentiality Order and indicated by a Black Strike-Through where the Confidential Information is disclosed.

3. WAUSA objects to each Request to the extent that it may be construed as calling for information already in Plaintiff's possession, custody or control, or that is available from public sources on the grounds that such a request is unduly burdensome and oppressive, and as such, exceeds the bounds of permissible discovery.

4. WAUSA objects to the time frame stated in certain requests to the extent that World Avenue USA, LLC was formed for the first time on September 22, 2006, and the time scope precedes that time.

5. WAUSA further objects to the time scope as including "to present" insofar as Plaintiff has not disclosed any e-mails or internet advertising at issue in 2009.

6. WAUSA further objects to the oppressive and burdensome nature of each and every request requiring WAUSA to provide information which was either lost or obscured as a result of Plaintiff's own intentional destruction of evidence and/or negligent failure to preserve evidence. Specifically, until February 2008, a timeframe long after the date of virtually every email at issue in this case, Plaintiff routinely spoliated the emails it was collecting as evidence in this case. Plaintiff did this by deliberately purging the file attachments and all embedded images from those emails. Those embedded images frequently contained written content including terms and conditions of the promotions, as well as addresses and other identifying information, all of which bear on the claimed illegality of the emails, identification of who sent the emails, and in some cases, the identification of others who might have been involved with the promotions referenced in those emails. Plaintiff later sought to recreate the evidence it had deliberately destroyed through a process it calls "rendering", which it claims restores that lost content. In other words, while engaged in collecting evidence it intended to use in a lawsuit it planned to file, Plaintiff deliberately destroyed and then recreated a portion of that evidence.

For purposes of responding to this Request, WAUSA understands the terms “YOU” and “YOUR” to mean Defendant World Avenue USA, LLC, the named Defendant in this case. WAUSA further objects to this Request on the grounds that “government investigations” ... to “which YOU have been a party” is vague and ambiguous.

WAUSA objects to the disclosure of any information relating to the final disposition of any action as it is not relevant and not reasonably calculated to lead to the discovery of admissible evidence.

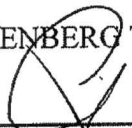
Subject to and without waiving the foregoing objection, WAUSA responds: WAUSA adopts and incorporates by reference the documents that have been produced by Co-Defendant World Avenue Holdings, LLC that respond to this Request. Further, WAUSA will produce copies of the Complaints in the actions referenced in the Interrogatories.

Dated: January 29, 2010.

Respectfully submitted,

Attorneys for World Avenue USA, LLC

GREENBERG TRAURIG, LLP



Sanford M. Saunders, Jr., Esq.

USDC, MD #4734

saunderss@gtlaw.com

Nicoleta Burlacu, Esq.

BurlacuN@gtlaw.com

Admitted Pro Hac Vice

GREENBERG TRAURIG, LLP

2101 L Street, NW, Suite 1000

Washington, DC 20037

Telephone: 202-331-3100

Facsimile: 202-331-3101

--and--